

RECEIVED
DEPARTMENT OF JUSTICE
MAY 9 3 32 PM '77
REGISTRATION UNIT
CRIMINAL DIVISION

UNITED STATES DEPARTMENT OF JUSTICE
WASHINGTON, D.C. 20530

4B
No. 43-R226.5
Approval Expires Oct. 31, 1981

Form OBD-68
(Rev 10-14-76)
Formerly DJ-307
for

AMENDMENT TO REGISTRATION STATEMENT

Pursuant to the Foreign Agents
Registration Act of 1938, as amended.

1. Name of Registrant United States-Japan Trade Council	2. Registration No. 929
--	----------------------------

3. This amendment is filed to accomplish the following indicated purpose or purposes: Other purposes: to incorporate in the Registration Statement the revised by-laws of the U.S.-Japan Trade Council which were transmitted by letter of December 6, 1976.

- ☐ To correct a deficiency in
☐ Initial Statement
☐ Supplemental Statement for _____
- ☐ To give a 10-day notice of a change in information as required by Section 2(b) of the Act.
☒ Other purpose (specify) see above
- ☐ To give notice of change in an exhibit previously filed.

4. If this amendment requires the filing of a document or documents, please list -
Revised by-laws of the U.S.-Japan Trade Council - attached.

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. If more space is needed, full size insert sheets may be used.

In keeping with the Consent Decree of September 3, 1976 in Civil Action No. 76-1290, United States District Court for the District of Columbia, the registration statement should indicate that in interpreting the significance of sections 2 and 4 of the by-laws, they should be read in the light of sections 6 and 9 which refer to relations with contributors, and that the Council's reports to the Justice Department show that it is registered with the Department of Justice as an agent of the Japanese Government and that almost all its financial support has been received from the Japanese Government.

The undersigned swear(s) or affirm(s) that he has (they have) read the information set forth in this amendment and that he is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his (their) knowledge and belief.

(Both copies of this amendment shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

Noel Hemmendinger
Noel Hemmendinger
Allen Taylor
Allen Taylor

Subscribed and sworn to before me at District of Columbia

this 5th day of May, 19 77

Jean C. Choate
(Notary or other officer)

My commission expires June 30, 1977

DOJ

BY-LAWS OF THE
UNITED STATES - JAPAN TRADE COUNCIL, INC.

Name and Location

1. The United States - Japan Trade Council, Inc. (hereinafter called the Council) is a non-profit corporation organized under the laws of the District of Columbia in the United States of America and having its principal office in the District of Columbia and branch offices in such other cities as the Board of Trustees may from time to time determine.

Objective

2. The objective of the Council shall be to foster economic relations between the United States and Japan by sponsoring consultations, by conducting research, by appearing before appropriate bodies and entities of the United States, by disseminating information, and by such other activities as may be appropriate.

Associates

3. Members of the corporation, hereinafter called Associates, shall be the professional staff and such other persons as are invited and accept from time to time to become Associates in accordance with policies adopted by the Associates.

Board of Trustees

4. The management of the affairs of the Council shall be the responsibility of the Board of Trustees, which shall discharge the responsibilities vested by law in a board of directors and which shall consist of three persons elected by the Associates for indefinite terms, subject to disapproval by any contributor of 50% or more of the Council's budget for the previous fiscal year. Only Associates are eligible to be Trustees.

Officers

5. (a) The officers of the Council shall consist of a Director and an Executive Secretary. They shall be elected by the Board of Trustees and shall serve at the pleasure of the Board of Trustees. Additional officer positions may be established and filled by the Board of Trustees.

(b) The Director shall be the principal executive officer of the Council. He shall preside at meetings of the corporation and the Board of Trustees. He shall have the power to enter into contracts on behalf of the Corporation, and may delegate that power in writing.

(c) The Executive Secretary shall be the principal administrative officer of the Council, and shall discharge the responsibilities normal to the positions of secretary and treasurer.

Contributions

6. Contributions shall be received to the work of the Council on terms consistent with the Council's objectives and policies adopted by the Board of Trustees. The Council shall enter into contracts setting forth the terms of such contribution or contributions with such contributor or contributors from time to time.

Voting

7. Each Associate shall have one vote. Proxies shall be accepted. Voting shall be at meetings of the Associates or by written communications as the Board of Trustees shall determine. All decisions shall be by majority of the Associates.

Fiscal Year

8. The Council's fiscal year shall be April 1 through March 31.

Budget

9. The Board of Trustees shall prepare an overall annual budget in advance of each fiscal year. Such budget shall be approved by any contributor of 50% or more of the Council's budget for the previous fiscal year.

Meetings

10. Meetings of the Associates shall be called by the Director or his delegate in his discretion. A meeting shall be called upon the request of three Associates.

General Provisions

11. The Board of Trustees shall determine by majority vote all questions relating to the governance of the Council not specifically determined by the By-Laws.

Amendments to By-Laws

12. These By-Laws may be amended by vote of the Associates.

Approved: September 16, 1957

Amended: March 15, 1958
March 19, 1959
March 2, 1961
January 1, 1966

July 11, 1974
May 18, 1976
November 23, 1976